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Attorneys for Defendants
 SAKS INCORPORATED, SAKS & COMPANY and
 SAKS FIFTH AVENUE, INC.

UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA

DAWN TILL and MARY JOSEPHS,
 individually, and on behalf of all others
 similarly situated,

Plaintiffs,

vs.

SAKS INCORPORATED, a Tennessee
 corporation; SAKS FIFTH AVENUE, INC., a
 Massachusetts corporation; SAKS &
 COMPANY, a New York corporation; and
 SAKS FIFTH AVENUE OFF FIFTH, ,

Defendants.

) Case No. 4:11-cv-00504-SBA
)
) Assigned to: Hon. Sandra Brown Armstrong
)
) **STIPULATION AND ~~PROPOSED~~**
) **ORDER RE BRIEFING SCHEDULE FOR**
) **DEFENDANTS' MOTION TO DENY**
) **CLASS CERTIFICATION AND REJECT**
) **CONDITIONAL CERTIFICATION**
)
) [Complaint filed: February 2, 2011]
) [FAC filed: March 8, 2011]
)

1. On September 28, 2011 Saks filed its Motion to Deny Class Certification and Reject Conditional Certification (the “Motion”). The hearing on the Motion was set by the Court for February 28, 2012.

2. The Parties have met and conferred, and have agreed to the following briefing schedule for the Motion: Plaintiffs must file and serve any opposition papers to Saks' Motion on or before November 25, 2011 and Saks must file any reply papers on or before December 21, 2011. This is the first request to modify the briefing schedule on Saks' Motion.

4. The Parties reserve the right to seek Court approval for further modification to the briefing or to make other applications to the Court regarding the hearing date and/or briefing schedule in connection with the Motion.

IT IS SO STIPULATED.

DATED: OCTOBER 12, 2011

HOFFMAN & LAZEAR

By: /s/Chad A. Saunders

Chad A. Saunders

ATTORNEYS FOR PLAINTIFFS

DATED: OCTOBER 12, 2011

Sidley Austin LLP

By: /s/Jennifer B. Zargarof

Jennifer B. Zargarof

ATTORNEYS FOR DEFENDANTS

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated: 10/28/11

Sandra B. Armstrong

Honorable Saundra Brown Armstrong
Judge of the United States District Court